

UNITED STATES DISTRICT COURT  
DISTRICT OF NEW HAMPSHIRE

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CITY OF OMAHA POLICE AND FIRE	)	No. 11-cv-00277-SM
RETIREMENT SYSTEM, On Behalf of itself	)	
and All Others Similarly Situated,	)	
	)	
Plaintiff,	)	
	)	
vs.	)	
	)	
THE TIMBERLAND COMPANY and	)	
JEFFREY B. SWARTZ,	)	
	)	
Defendants.	)	

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**ORDER APPOINTING LEAD PLAINTIFF AND APPROVING LEAD  
PLAINTIFF'S SELECTION OF LEAD AND LIAISON COUNSEL**

**WHEREAS**, Plaintiff and putative class member City of Omaha Police and Fire Retirement System (“Omaha Police and Fire”) filed the above-entitled action in this District on June 3, 2011, pursuant to §§10(b), 20(a) and 20A of the Securities Exchange Act of 1934 (the “Exchange Act”) and Securities and Exchange Commission Rule 10b-5 promulgated thereunder (17 C.F.R. §240.10b-5); and

**WHEREAS**, as required by §21D(a)(3)(A)(i) of the Exchange Act, on June 6, 2011, Plaintiff Omaha Police and Fire published an early notice of the pendency of this action in a widely circulated national business-oriented publication notifying other putative class members that they had sixty (60) days, or until August 5, 2011, to seek to serve as lead plaintiff by moving for their own appointment as such in the above-entitled action. 15 U.S.C. §78u-4(a)(3)(A)(i); and

**WHEREAS**, §21D(a)(3)(B) of the Exchange Act provides that “[n]ot later than 90 days after the date on which a notice is published under subparagraph (A)(i), the court ... shall appoint as lead plaintiff the member ... of the purported plaintiff class that the court determines to be most capable of adequately representing the interests of class members,” with that being the

movant “that – (aa) has either filed the complaint or made a motion in response to a notice under subparagraph (A)(i); (bb) in the determination of the court, has the largest financial interest in the relief sought by the class; and (cc) otherwise satisfies the requirements of Rule 23 of the Federal Rules of Civil Procedure.” 15 U.S.C. §78u-4(a)(3)(B); and

**WHEREAS**, Plaintiff Omaha Police and Fire has moved, pursuant to §21D(a)(3)(B) of the Exchange Act, for appointment as Lead Plaintiff and pursuant to §21D(a)(3)(B)(v) for approval of its selection of Scott+Scott LLP (“Scott+Scott”) as Lead Counsel and Shaheen & Gordon, P.A. (“Shaheen & Gordon”) as Liaison Counsel for Plaintiff and the Class, and good cause appearing therefore:

**IT IS HEREBY ORDERED as follows:**

1. Omaha Police and Fire is the most adequate plaintiff and is appointed as Lead Plaintiff pursuant to §21D(a)(3)(B) of the Exchange Act for the Class in this action (and any subsequently consolidated or related actions) to represent the Class.
2. Lead Plaintiff’s selection of Lead Counsel and Liaison Counsel for the Class is hereby approved. The law firm of Scott+Scott is appointed as Plaintiff’s Lead Counsel and Shaheen & Gordon as Plaintiff’s Liaison Counsel pursuant to §21D(a)(3)(B)(v) of the Exchange Act. At the direction of Lead Plaintiff, Lead Counsel shall have the authority to speak for all plaintiffs and class members in all matters regarding the litigation including, but not limited to, pre-trial proceedings, motion practice, trial and settlement, and shall make all work assignments in such a manner as to facilitate the orderly and efficient prosecution of this litigation and to avoid duplicative or unproductive effort. Additionally, Lead Counsel shall have the following responsibilities:

- (a) to brief and argue motions;
- (b) to initiate and conduct discovery, including, without limitation, coordination of discovery with Defendants’ counsel, the preparation of written interrogatories, requests for admission, and requests for production of documents;
- (c) to direct and coordinate the examination of witnesses in depositions;

- (d) to act as spokesperson at pretrial conferences;
- (e) to call and chair meetings of plaintiffs' counsel as appropriate or necessary from time to time;
- (f) to initiate and conduct any settlement negotiations with counsel for defendants;
- (g) to provide general coordination of the activities of plaintiffs' counsel and to delegate work responsibilities to selected counsel as may be required in such a manner as to lead to the orderly and efficient prosecution of this litigation and to avoid duplication or unproductive effort;
- (h) to consult with and employ experts;
- (i) to receive and review periodic time reports of all attorneys on behalf of plaintiffs, to determine if the time is being spent appropriately and for the benefit of plaintiffs, and to determine and distribute plaintiffs' attorneys' fees; and
- (j) to perform such other duties as may be expressly authorized by further order of this Court.

3. Lead Counsel shall be responsible for coordinating all activities and appearances on behalf of the Class and for disseminating notices and orders of this Court.

4. No motion, application or request for discovery shall be served or filed, or other pretrial proceedings initiated, on behalf of Lead Plaintiff, except through Lead Counsel.

5. Lead Counsel for the Class shall be available and responsible for communications to and from the Court.

6. Defendants' counsel may rely upon all agreements made with Lead Counsel, or other duly authorized representatives of Lead Plaintiff.

7. This Order shall apply to each case subsequently filed in this Court or transferred to this Court, unless a party objecting to the consolidation of such case or to any other provision of this Order files within ten (10) days after the date upon which a copy of this Order is mailed to counsel for such party, an application for relief from this Order or any provision herein and this Court deems it appropriate to grant such application.

IT IS SO ORDERED.

DATED: 11/10/2011

/s/ Steven J. McAuliffe

Steven J. McAuliffe  
U.S. District Court Judge

Submitted by:

/s/ Lucy J. Karl  
LUCY J. KARL (N.H. #5547)  
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